

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re : Chapter 11  
RESIDENTIAL CAPITAL, LLC, *et al.* : Case No. 12-12020 (MG)  
Debtors. : (Jointly Administered)

**STIPULATION AND ORDER PURSUANT TO 11 U.S.C. § 362(d)  
MODIFYING THE AUTOMATIC STAY IMPOSED BY 11 U.S.C. § 362(a)**

**WHEREAS** AMERIPRISE BANK, FSB (“First Lienholder”) holds a senior mortgage and security interest on lands and premises of James Meade with an address of 4368 Oak View Drive, Sarasota, FL 34232 (the “**Mortgaged Property**”);

**WHEREAS** Homecomings Financial, LLC, one of the above-captioned debtors (the “**Debtors**”) hold an interest in the Mortgaged Property junior to that of the First Lienholder;

**WHEREAS** the First Lienholder has requested (the “**Request**”) the Debtors’ consent to relief from the automatic stay, pursuant to section 362(d) of title 11 of the United States Code (the “**Bankruptcy Code**”) to continue and complete the foreclosure of its interests in the Mortgaged Property;

**WHEREAS** the First Lienholder has submitted for the Debtors' review information sufficient for the Debtors to analyze the value of their interests in the Mortgaged Property;

**WHEREAS** the Debtors have provided the Creditors' Committee with advanced notice regarding the Request;

**WHEREAS** the Debtors have agreed to consent to the Request on the terms and conditions contained in this Stipulation and Order;

**NOW, THEREFOR,** it is hereby stipulated and agreed as between the Parties to this Stipulation and Order, through their undersigned counsel, as follows:

**ORDERED, ADJUDGED, AND DECREED THAT:**

1. The First Lienholder's Request is granted as set forth herein.

2. The automatic stay imposed in these cases by section 362(a) of the Bankruptcy Code is modified under section 362(d) of the Bankruptcy Code to allow the First Lienholder to complete the foreclosure of the mortgage and security interest it holds on the Mortgaged Property.

3. The First Lienholder shall provide due notice to the Debtors in connection with any action to be taken with respect to the Mortgaged Property, including, but not limited to proceeding with a sale of the Mortgaged Property, in accordance with and to the extent required by applicable state law.

4. To the extent proceeds from any sale of the Mortgaged Property exceed the valid amounts due and owing to the First Lienholder and any other entity holding a valid and enforceable lien on the Mortgaged Property that is senior to the lien of the Debtors, such proceeds shall be turned over within thirty (30) days after such sale is completed to the Debtors' estates.

5. This Order may not be modified other than by a signed writing executed by the Parties hereto or by further order of the Court.

6. This Order may be executed in multiple counterparts, each of which shall be deemed an original but all of which when taken together shall constitute one and the same instrument.

7. Pursuant to Federal Rule of Bankruptcy Procedure 4001(a)(3), the 14-day stay of this Order imposed by such rule is waived. The First Lienholder is authorized to implement the provisions of this Order immediately upon its entry.

8. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation and interpretation of this Order.

HOMECOMINGS FINANCIAL, LLC	AMERIPRISE BANK, FSB
By: <u>/s/ Norman S. Rosenbaum</u> Norman S. Rosenbaum Erica J. Richards James Newton <b>MORRISON &amp; FOERSTER LLP</b> 1290 Avenue of the Americas New York, New York 10104 Telephone: (212) 468-8000 Facsimile: (212) 468-7900  <i>Counsel for Debtors and Debtors in Possession</i>	By: <u>/s/ Shari S. Barak</u> Shari S. Barak <b>SHAPIRO, DICARO &amp; BARAK, LLC</b> 105 Maxess Road, Suite N109 Melville, NY 11747 Tel: (631) 844-9611 Fax: (631) 844-9525  <i>Counsel for Ameriprise Bank, FSB</i>

Dated: February 13, 2013  
New York, New York

/s/Martin Glenn  
MARTIN GLENN  
United States Bankruptcy Judge